

0100 641 017



THOMAS D. MARION  
TREASURER

**TTX COMPANY**

101 NORTH WACKER DRIVE  
CHICAGO, ILLINOIS 60606  
(312) 853-3223

DIRECT LINE (312) 984-3821  
FAX (312) 984-3855

19192-A  
JUN 1 1995

**VIA FEDERAL EXPRESS**

May 31, 1995

Mr. Vernon A. Williams.  
Secretary  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Room 2303  
Washington, D.C. 20423

Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are four (4) fully executed documents as follows:

Manufacturing Agreement Supplement No. 1  
dated as of May 22, 1995, a secondary document  
supplementing the Manufacturing Agreement dated  
as of December 29, 1994.

Parties to this transaction are as follows:

TTX Company (Company)  
101 North Wacker Drive  
Chicago, Illinois 60606

Gunderson, Inc. (Manufacturer)  
4350 Northwest Front Avenue  
Portland, OR 97210

The general description of the equipment is as follows:

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>No. of Units</u>	<u>Marked</u>	<u>Numbered</u>
Four - unit all- purpose well cars.	FCA	35	DTTX	427926-427960

Mr. Vernon A. Williams.

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Enclosed is our check in the amount of \$21.00 to cover filing fees.

Prior recordations pertaining to this Supplement No. 1 being recorded are as follows:

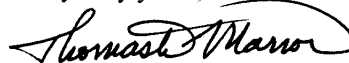
- 1) Manufacturing Agreement dated December 29, 1994, recorded on January 25, 1995, recordation number 19192.

A short summary of this Supplement to appear in the Index is as follows:

"Manufacturing Agreement Supplement No. 1, covering 35 four-unit all purpose well cars numbered 427926-427960."

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,



TDM:mkh  
Enclosures  
19192

P.S. Please call Jane Wilhelm at 312-984-3841 as soon as this agreement is recorded advising her of the recordation number, date and time. Thank you very much.

MANUFACTURING AGREEMENT SUPPLEMENT #1, dated as of May 22, 1995, 19192-A  
between GUNDERSON INC. (the "Manufacturer") and TTX COMPANY (the "Company").

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of December 29, 1995, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3, and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, The parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

GUNDERSON INC.

By: *SL Ballo*  
Vice President

(Corporate Seal)

ATTESTATION:

*Howard D. Smith*  
Corporate Secretary

TTX COMPANY

By: *SP Maun*  
Treasurer

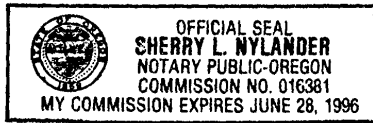
(Corporate Seal)

ATTESTATION:

*U. F. Todd*  
Corporate Secretary

STATE OF OREGON                    )  
  ) SS.:  
COUNTY OF MULTNOMAH )

On this 25<sup>th</sup> day of May, 1995, before me personally appeared  
S.L. Ballo, to me personally known, who, being by me duly sworn, says  
that he is a Vice President of GUNDERSON INC., that one of the seals affixed  
to the foregoing instrument is the corporate seal of said corporation, that said instrument was  
signed and sealed on behalf of said corporation, by authority of its Board of Directors, and they  
acknowledged that the execution of the foregoing instrument was the free act and deed of said  
corporation.

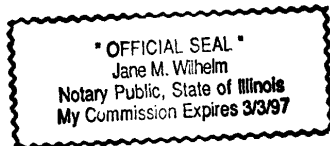


Sherry L. Nylander  
Notary Public

(NOTARIAL SEAL)

STATE OF ILLINOIS                )  
  ) SS.:  
COUNTY OF COOK                )

On this 24<sup>th</sup> day of May, 1995, before me personally appeared  
Thomas D. Marion, to me personally known, who, being by me duly sworn, says that he is the  
Treasurer of TTX COMPANY, that one of the seals affixed to the foregoing instrument is the  
corporate seal of said corporation, that said instrument was signed and sealed on behalf of said  
corporation, by authority of its Board of Directors, and they acknowledged that the execution of  
the foregoing instrument was the free act and deed of said corporation.



Jane M. Wilhelm  
Notary Public

(NOTARIAL SEAL)

ANNEX A  
TO MANUFACTURING AGREEMENT SUPPLEMENT #1

GUNDERSON INC.  
(Manufacturer)

TTX COMPANY  
(Company)

Item 1:

<u>Type*</u>	<u>Qty.</u>	<u>Company Car Numbers (Inclusive)</u>	<u>Unit Purchase Price</u>	<u>Total Purchase Price</u>	<u>Month(s) of Delivery</u>	<u>Spec. (Contract Number)</u>
DTTX	35	427926-427960			June '95	T-5B94-F

Item 2: December 31, 1995

Item 3: To be determined.

Item 4: 4350 Northwest Front Avenue  
Portland, OR 97210

\* Four-unit drawbar-connected all-purpose well cars. TTX Company General Specification No. 68-43-011586, dated January 15, 1986, revised March 1, 1995, and TTX Supplemental Specification No. 68-91-940525 revised March 3, 1995. Gunderson Specification R95-3.

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